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June 27, 2000

VIA OVERNIGHT DELIVERY

Ms. Deborah King
Hearing Examiner
Illinois Commerce Commission
527 East Capitol Avenue
Springfield, IL 62794

Re: TeleCents Communications, Inc.
Docket No. 00-0377

OFFICIAL FILE

I.C.C. DOCKET NO. 00-0377

Appl Exhibit No. 2

Witness _____

Date 6/30/00 Reporter CRK

Dear Ms. King:

Enclosed please find three (3) copies of the Certificate of Authority issued by the Secretary of State for TeleCents Communications, Inc.

I have also enclosed an extra copy of this letter to be time stamped and returned to me in the enclosed, pre-addressed, postage prepaid envelope.

If you have any questions or if I may provide you with additional information, please contact me at the above address or telephone number. Thank you for your attention to this matter.

Respectfully submitted,


Angela Janssen

Legal Assistant to Lance J.M. Steinhart
Attorney for TeleCents Communications, Inc.

Enclosures

cc: Jeffrey P. Lauzon

State of Illinois
Office of
The Secretary of State

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT
BUSINESS IN THIS STATE OF
TELECENTS COMMUNICATIONS, INC.
INCORPORATED UNDER THE LAWS OF THE STATE OF MICHIGAN HAS BEEN FILED
IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS
CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be
affixed the Great Seal of the State of Illinois,
at the City of Springfield, this 26TH
day of MAY A.D. 2000 and of
the Independence of the United States the two
hundred and 24TH



Jesse White

Secretary of State

Form **BCA-13.15**
(Rev. Jan. 1995)

APPLICATION FOR CERTIFICATE
OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS

SUBMIT IN DUPLICATE!

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834

This space for use by Secretary of State

FILED

MAY 26 2000

JESSE WHITE
SECRETARY OF STATE

This space for use by
Secretary of State

Date 5-26-00
License Fee \$ 25
Franchise Tax \$ 25
Filing Fee \$ 25
Penalties \$ 100
Approved: [Signature]

Payment must be made by
certified check, cashier's check,
Illinois attorney's check, Illinois
C.P.A.'s check or money order,
payable to "Secretary of State."

1. (a) CORPORATE NAME: TELECENTS COMMUNICATIONS, INC.

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: _____
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Michigan

(b) Date of Incorporation: April 7, 1997

(c) Period of Duration: Perpetual

3. (a) Address of the principal office, wherever located: (b) Address of principal office in Illinois:
(If none, so state)

8615 Richardson Road Suite 200
Walled Lake Michigan 48390

None

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent National Corporate Research

First Name

Middle Name

Last Name

Registered Office One West Old State Capital Plaza

Suite 805

Number

Street

Suite #

Springfield

62701

Springfield

City

Zip Code

County

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)
Michigan

6. Names and residential addresses of officers and directors: SEE ATTACHED LIST.

Name	No. & Street	City	State	Zip
President <u>Jeffrey P. Lauzon</u>	<u>8615 Richardson Road, Suite 200, Walled Lake, MI</u>	<u>48390</u>		
Secretary <u>Cynthia Brown</u>	<u>8615 Richardson Road, Suite 200, Walled Lake, MI</u>	<u>48390</u>		
Director <u>Jeffrey P. Lauzon</u>	<u>8615 Richardson Road, Suite 200, Walled Lake, MI</u>	<u>48390</u>		
Director				
Director				

If more than 3, attach list

LIST OF RESIDENCE ADDRESSES FOR THE
OFFICERS & DIRECTORS OF
TELECENTS COMMUNICATIONS, INC.

Officers:

Jeffrey P. Lauzon	President/Treasurer
3830 Fieldview	
W. Bloomfield, MI 48324	

Mark Lauzon	Vice-President
11994 Hyne Road	
Brighton, MI 48114	

Cynthia Brown	Secretary
3565 Tyler Avenue	
Berkley, MI 48072	

Directors:

Jeffrey P. Lauzon
3830 Fieldview
W. Bloomfield, MI 48324

All the above referenced Officers & Directors can be reached at the business address of:
8615 Richardson Road, Suite 200, Walled Lake, MI 48390.

7. Purpose or purposes proposed to be pursued in transacting business in this state:
(If not sufficient space to cover this point, add one or more sheets of this size.)

Provide Telecommunication Services

8. Authorized and Issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
common voting		no par value	10,000	100
common nonvoting		no par value	50,000	

9. Paid-in Capital: \$ 10,000

("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 500,000
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 0
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 1,000,000
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 50,000

11. Interrogatories: (Important – this section must be completed.)

8615 Richardson Road
Ste 200

- ** (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: Walled Lake, MI
- (b) Number of shares of all classes owned by residents of Illinois: 0
- (c) Number of shares of all classes owned by non-residents of Illinois: 100
- (d) Is the corporation transacting business in this state at this time? No
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois:

48390

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated 28 March, 19 2000

TELECENTS COMMUNICATIONS, INC.

(Exact Name of Corporation)

attested by Cynthia Brown
(Signature of Secretary or Assistant Secretary)

by Jeffrey P. Lauzon
(Signature of President or Vice President)

Cynthia Brown /Secretary
(Type or Print Name and Title)

Jeffrey P. Lauzon /President
(Type or Print Name and Title)

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

** When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).